



**DIAMOND
TRUST
BANK**

To: All Shareholders
DIAMOND TRUST BANK TANZANIA PLC

Dear Sirs and Madams,

RE: NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 56th ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF DIAMOND TRUST BANK TANZANIA PLC WILL BE HELD AT DTB CENTRE, PLOT 991- KAHAMA ROAD MASAKI ON 19th AUGUST 2023 AT 11.00 HOURS

AGENDA:

I. Confirmation of Minutes

To confirm the Minutes of the 55th Annual General Meeting held on the 1st of October 2022.

II. Matters for consideration and, if appropriate, approval:

a) To receive, consider and adopt the Company's Annual Report and Financial Statements for the year ended 31st December 2022.

b) To elect Directors in accordance with the Company's Articles of Association.

1. In accordance with Articles 20.1, 20.2 and 20.3 of the Company's Articles of Association, Mr Uday Bhasin retires by rotation. Mr. Uday Bhasin being eligible, offers himself for re-election.

2. In accordance with Articles 20.1, 20.2 and 20.3 of the Company's Articles of Association, Mr. Muzaffer Khawaja retires by rotation. Mr. Muzaffer Khawaja being eligible, offers himself for re-election.

3. In accordance with Articles 20.1, 20.2 and 20.3 of the Company's Articles of Association, Mr. Zahir Jivani retires by rotation. Mr. Zahir Jivani has served on the Board for a consecutive period of 10 years thus he will not be eligible for re-election as per the Banking and Financial Institutions (Corporate Governance) Regulations, 2021 that provide for Board members of a bank or financial institution to not hold office for a consecutive period of more than 10 years.

c) To elect Directors in accordance with the Companies Act, 2006 and Banking and Financial Institutions (Corporate Governance) Regulations, 2021.

1. Retirement from the Board

i) Mrs. Nasim Devji – will step down on the 29th of October 2023 – After serving for a consecutive period of more than 10 years and the lapse of the moratorium period.

ii) Mr. Karim Wissanji (Board Chairman) will attain 10-year tenure and therefore is due to retire on the 28th of August 2023.

2. Appointment to serve as Directors of Diamond Trust Bank Tanzania PLC.

i) Mr. Hussein Jamal – whose appointment has been approved by the Central Bank of Tanzania.

ii) Mr. Linus W. Gitahi – whose appointment is subject to the approval of the Central Bank of Tanzania.

d) To approve the Directors' fees.

e) To appoint the Company's Auditors in accordance with section 170 (1) of the Companies Act, 2002 R.E. and section 22 (4) of the Banking and Financial Institutions Act, 2006. M/S KPMG being eligible offers itself for re-election.

f) To note the Company Auditors' remuneration for the year 2022, and authorize the Directors to fix the auditors' remuneration for the year 2023.

g) To declare the non-payment of dividends to Shareholders for the financial year ending 31st December 2022 on a compliance basis.

III. Any Other Business

By Order of the Board.

COMPANY SECRETARY